

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

TPC GROUP INC., et al.,

Debtors.¹

Chapter 11

Case No. 22-10493 (CTG)

Joint Administration Requested

NOTICE OF (I) FILING OF CHAPTER 11 PETITIONS AND RELATED
DOCUMENTS AND (II) **AMENDED**² AGENDA FOR VIDEOCONFERENCE HEARING
SCHEDULED FOR JUNE 2, 2022, AT 9:15 AM (E.T.)

This remote hearing will be conducted entirely over Zoom and requires all participants to register in advance. Please register by June 1, 2022, at 4:00 p.m. Eastern Time.

COURTCALL WILL NOT BE USED FOR THIS HEARING.

Please use the following link to register for this hearing:

<https://debuscourts.zoomgov.com/meeting/register/vJIsce-urD4rExV7Rr4bQ2YvWYDfyytbetU>

After registering your appearance by Zoom, you will receive a confirmation email containing information about joining the hearing.

**YOU MUST USE YOUR FULL NAME WHEN LOGGING INTO ZOOM OR
YOU WILL NOT BE ALLOWED INTO THE MEETING.**

Topic: TPC Group, Inc.

Time: June 2, 2022 at 9:15 AM Eastern Time (US and Canada)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: TPC Group Inc. (3618); TPC Holdings, Inc. (7380); TPC Group LLC (8313); Texas Butylene Chemical Corporation (7440); Texas Olefins Domestic International Sales Corporation (4241); TPC Phoenix Fuels LLC (9133); Port Neches Fuels, LLC (1641); and TP Capital Corp. (6248). Each Debtor's corporate headquarters and mailing address is 500 Dallas St., Suite 2000, Houston, Texas 77042.

² Amended matters appear in **bold**.

PLEASE TAKE NOTICE that, on June 1, 2022, TPC Group, Inc. and its affiliated debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) filed the following voluntary petitions (collectively, the “Petitions”) for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), and related motions with the United States Bankruptcy Court for the District of Delaware. A motion has been filed with the Court requesting that the chapter 11 cases of the Debtors be jointly administered for procedural purposes only. The Debtors continue to operate their business as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The automatic stay of section 362(a) of the Bankruptcy Code is in effect.

PETITIONS

1. Voluntary Petitions (see attached **Exhibit A**)

Related Documents:

- a) Notice of Hearing to Consider First Day Papers (D.I. [21](#), Filed 06/01/22).

DECLARATIONS IN SUPPORT OF FIRST DAY PLEADINGS

2. Declaration of Robert A. Del Genio in Support of Debtors Chapter 11 Petitions and First Day Motions (D.I. [27](#), filed 06/01/22).

Related Documents:

- a) **[SEALED] Declaration of Robert A. Del Genio (D.I. 67, filed 06/01/22); and**
- b) **Notice of Proposed Redacted Version of Declaration of Robert A. Del Genio ([D.I. 70](#), filed 06/01/22).**

PLEASE TAKE FURTHER NOTICE that, a videoconference hearing with respect to the following first day motions (collectively, the “First Day Motions”), to the extent set forth below, is scheduled for **June 2, 2022, at 9:15 A.M. (prevailing Eastern Time)** (the “First Day Hearing” before the honorable **CRAIG T. GOLDBLATT**, United States Bankruptcy Judge for the District of Delaware.

MATTERS GOING FORWARD

3. Motion of Debtors for Entry of an Order Directing Joint Administration of Chapter 11 Cases ([D.I. 3](#), filed 06/01/22).

Status: This matter will be going forward.

4. Motion of Debtors for Entry of an Order Authorizing the Debtors to (I) File (A) A Consolidated List of Creditors and (B) A Consolidated List of Debtors’ Top Thirty

Creditors, and (II) Provide Notices, Including Notices of Commencement of Cases and Section 341 Meeting ([D.I. 4](#), filed 06/01/22).

Status: This matter will be going forward.

5. Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to Pay Certain Prepetition Taxes and Assessments and (II) Granting Related Relief ([D.I. 6](#), filed 06/01/22).

Status: This matter will be going forward.

6. Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to (A) Pay Prepetition Wages, Salaries, Reimbursable Expenses, and Other Obligations on Account of Compensation and Benefits Programs and (B) Continue Compensation and Benefits Programs and (II) Granting Related Relief ([D.I. 7](#), filed 06/01/22).

Status: This matter will be going forward.

7. Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to (A) Continue Insurance Programs and Surety Bond Program, (B) Pay All Obligations With Respect Thereto, and (C) Perform Under, Renew, Replace, and/or Enter Into New Premium Finance Agreements; and (II) Granting Related Relief ([D.I. 8](#), filed 06/01/22).

Status: This matter will be going forward.

8. Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Maintain Existing Business Forms, (C) Continue Intercompany Arrangements, (D) Continue Using P-Cards; and (E) Pay Bank Fees (II) Granting an Extension of Time to Comply With 11 U.S.C. § 345(B); and (III) Granting Related Relief ([D.I. 9](#), filed 06/01/22).

Status: This matter will be going forward.

9. Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to Pay Prepetition Obligations to (A) Critical Vendors, (B) Certain Suppliers, (C) Lien Claimants, and (D) 503(B)(9) Claimants; and (II) Granting Related Relief ([D.I. 10](#), filed 06/01/22).

Status: This matter will be going forward.

10. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(A) and 366 and Fed. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objections by Utility Companies, (III) Prohibiting Utility Companies From Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief ([D.I. 11](#), filed 06/01/22).

Status: This matter will be going forward.

11. Debtors' Application for Appointment of Kroll Restructuring Administration LLC as Claims and Noticing Agent for the Debtors Pursuant to 28 U.S.C. § 156(c), 11 U.S.C. § 105(a) and Local Rule 2002-1(f) ([D.I. 15](#), filed 06/01/22).

Status: This matter will be going forward.

12. Motion of Debtors for Entry of Interim and Final Orders (I) Establishing Notification Procedures and Approving Restrictions on (A) Certain Transfers of Interests In, and Claims Against, the Debtors and (B) Certain Worthless Stock Deduction Claims; (II) Setting Record Date for Sell-Down Notice Related to Trading in Claims Against the Debtors; and (III) Granting Related Relief ([D.I. 28](#), filed 06/01/22).

Related Document:

- a) **Notice of Filing of Revised Interim and Final Orders (I) Establishing Notification Procedures and Approving Restrictions on (A) Certain Transfers of Interests In, and Claims Against, the Debtors and (B) Certain Worthless Stock Deduction Claims; (II) Setting Record Date for Sell-Down Notice Related to Trading in Claims Against the Debtors; and (III) Granting Related Relief ([D.I. 96](#), filed 06/02/22).**

Status: This matter will be going forward.

13. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Senior Secured Priming Superpriority Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Granting Adequate Protection to Prepetition Secured Parties; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief ([D.I. 36](#), filed 06/01/22).

Responses Received:

- a) **Limited Objection and Reservation of Rights of Mockingbird Credit Opportunities Company to the Debtors' DIP Motion ([D.I. 69](#), filed 06/01/22); and**
- b) **Objection of Ad Hoc Group of Non-Consenting Noteholders to Debtors' Motion for Entry of Interim and Final Orders Approving DIP Financing ([D.I. 76](#), filed 06/02/22).**

Related Documents:

- a) **[SEALED] Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Senior Secured Priming Superpriority**

Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Granting Adequate Protection to Prepetition Secured Parties; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief (D.I. 56, filed 06/01/22);

- b) [SEALED] Declaration of Zul Jamal in Support of Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Senior Secured Priming Superpriority Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Granting Adequate Protection to Prepetition Secured Parties; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief (D.I. 65, filed 06/01/22); and**
- c) Declaration of Robert A. Del Genio in Support of Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Senior Secured Priming Superpriority Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Granting Adequate Protection to Prepetition Secured Parties; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief ([D.I. 66](#), filed 06/01/22);**
- d) Notice of Filing Proposed Redacted Version of the Declaration of Zul Jamal in Support of Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Senior Secured Priming Superpriority Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Granting Adequate Protection to Prepetition Secured Parties; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief ([D.I. 68](#), filed 06/01/22); and**
- e) Notice of Filing of Revised Interim Order (I) Authorizing the Debtors to (A) Obtain Senior Secured Priming Superpriority Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Granting Adequate Protection to the Prepetition Secured Parties, (IV) Modifying the Automatic Stay, and (V) Granting Related Relief ([D.I. 77](#), filed 06/02/22).**

Status: This matter will be going forward.

Witness Information: The Debtors intend to present the testimony of Mr. Robert A. Del Genio by declaration and possibly supplemental direct examination. Mr. Del Genio will testify via videoconference from his office in New York, New York. The Debtors intend to present the testimony of Mr. Zul Jamal by declaration and possibly supplemental direct examination. Mr. Jamal will testify via videoconference from his office in New York, New York.

SCHEDULING MATTERS

14. [SEALED] Debtors' Motion for Entry of an Order (I) Approving the Debtors' Assumption of Commercial Contracts, as Amended, and (II) Granting Related Relief (D.I. 49, filed 06/01/22).

Related Documents:

- a. Notice of Proposed Redacted Version of Debtors' Motion for Entry of an Order (I) Approving the Debtors' Assumption of Commercial Contracts, as Amended, and (II) Granting Related Relief ([D.I. 54](#), filed 06/01/22);
- b. Motion to File Under Seal Debtors' Motion for Entry of an Order (I) Approving the Debtors' Assumption of Commercial Contracts, as Amended, and (II) Granting Related Relief ([D.I. 55](#), filed 06/01/22); and
- c. Debtors' Motion to Shorten Notice of Debtors' Motion for Entry of an Order (I) Approving the Debtors' Assumption of Commercial Contracts, as Amended, and (II) Granting Related Relief ([D.I. 57](#), filed 06/01/22).

Status: The Debtors intend to discuss and request scheduling of this matter at the First Day Hearing.

PLEASE TAKE FURTHER NOTICE that parties who wish to participate in the First Day Hearing may do so by registering via the following link: <https://debuscourts.zoomgov.com/meeting/register/vJIsce-urD4rExV7Rr4bQ2YvWYDfyytbtU>. Once registered, parties will receive an email providing them with the log-in information for the hearing.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the First Day Motions may be made at the First Day Hearing.

Dated: June 2, 2022
Wilmington, Delaware

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*Proposed Attorneys for Debtors
and Debtors in Possession*

EXHIBIT A

List of Debtors and Case Numbers (with links to Voluntary Petitions)

Case Name	Case Number
TPC Group Inc.	<u>22-10493</u>
TPC Holdings, Inc.	<u>22-10494</u>
TPC Group LLC	<u>22-10495</u>
TP Capital Corp.	<u>22-10496</u>
Texas Butylene Chemical Corporation	<u>22-10497</u>
Texas Olefins Domestic International Sales Corporation	<u>22-10498</u>
TPC Phoenix Fuels LLC	<u>22-10499</u>
Port Neches Fuels, LLC	<u>22-10500</u>